

**RESOURCE CAPITAL CORP.
 ONE CRESCENT DRIVE
 SUITE 203
 NAVY YARD CORPORATE CENTER
 PHILADELPHIA, PA 19112**



**SCAN TO
 VIEW MATERIALS & VOTE**

VOTE BY INTERNET - www.proxyvote.com or scan the QR Barcode above
 Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Follow the instructions to obtain your records and to create an electronic voting instruction form.

ELECTRONIC DELIVERY OF FUTURE PROXY MATERIALS
 If you would like to reduce the costs incurred by our company in mailing proxy materials, you can consent to receiving all future proxy statements, proxy cards and annual reports electronically via e-mail or the Internet. To sign up for electronic delivery, please follow the instructions above to vote using the Internet and, when prompted, indicate that you agree to receive or access proxy materials electronically in future years.

VOTE BY PHONE - 1-800-690-6903
 Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

VOTE BY MAIL
 Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

E45203-P08451

KEEP THIS PORTION FOR YOUR RECORDS
 DETACH AND RETURN THIS PORTION ONLY

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

RESOURCE CAPITAL CORP.

The Board of Directors recommends you vote FOR the following nominees:

1. Election of Directors Nominees:	For	Against	Abstain
1a. Walter T. Beach	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1b. Jeffrey P. Cohen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1c. Andrew L. Farkas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1d. William B. Hart	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1e. Gary Ickowicz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1f. Steven J. Kessler	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1g. Murray S. Levin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1h. P. Sherrill Neff	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1i. Henry R. Silverman	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1j. Stephanie H. Wiggins	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Board of Directors recommends you vote FOR the following proposals:

2. APPROVE THE NON-BINDING RESOLUTION ON COMPENSATION OF THE COMPANY'S NAMED EXECUTIVE OFFICERS.	For	Against	Abstain
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. RATIFY THE APPOINTMENT OF GRANT THORNTON LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2018.	For	Against	Abstain
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

NOTE: IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY BE BROUGHT BEFORE THE MEETING OR ANY ADJOURNMENT OR POSTPONEMENT THEREOF.

Please indicate if you plan to attend this meeting. Yes No

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by authorized officer.

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Signature [PLEASE SIGN WITHIN BOX] Date

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Signature (Joint Owners) Date

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:
The Notice and Proxy Statement and Form 10-K are available at www.proxyvote.com.

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**RESOURCE CAPITAL CORP.
Annual Meeting of Stockholders
June 20, 2018 at 11:00 AM
This proxy is solicited by the Board of Directors**

The stockholder(s) hereby appoint(s) Robert C. Lieber and Julie H. Wilson, or either of them, as proxies, each with the power to appoint (his/her) substitute, and hereby authorize(s) them to represent and to vote, as designated on the reverse side of this ballot, all of the shares of common stock of RESOURCE CAPITAL CORP. that the stockholder(s) is/are entitled to vote at the Annual Meeting of Stockholders to be held at 11:00 AM EDT on June 20, 2018, or any adjournment or postponement thereof.

If you sign your proxy card or voting instruction card with no further instructions, the shares will be voted in accordance with the recommendations of the Board, FOR: the election of all directors in Proposal 1, the approval of the Say on Pay vote in Proposal 2, and the ratification of the independent registered public accounting firm in Proposal 3.

Continued and to be signed on reverse side